

UNITED STATES DISTRICT COURT
DISTRICT OF MASSACHUSETTS

AMERICAN PROCESS EQUIPMENT)	
COMPANY, INC.,)	
)	
Plaintiff,)	
)	Civil Action No. 04-10736 (NMG)
v.)	
)	
ATLANTIC MUTUAL INSURANCE)	
COMPANY)	
Defendant.)	
)	

STIPULATION OF DISMISSAL WITH PREJUDICE

Pursuant to Fed. R. Civ. P. 41 (a)(1), American Process Equipment Company, Inc. and Atlantic Mutual Insurance Company hereby stipulate to dismissal with prejudice of all remaining claims in the above-captioned action, and without costs assessed against any party, each party to bear its own attorneys' fees, and any and all rights of appeal are hereby waived.

Respectfully submitted,

PLAINTIFF,
AMERICAN PROCESS EQUIPMENT
COMPANY, INC.,

By its attorneys,

/s/ Noah Rosmarin
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DEFENDANT,
ATLANTIC MUTUAL INSURANCE
COMPANIES,

By its attorneys,

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Dated: January 20, 2006